

Fundhost Limited (ABN 69 092 517 087, AFSL 233045)

8 May 2018

Notice of meetings

and explanatory memorandum

This is a notice of meetings to be held in relation to the AtlasTrend funds named in the notice and outlines the resolution to be considered by members in respect of each AtlasTrend fund at the meetings.

Part A Important dates to remember

Meeting time and venue	10.00 a.m., local Sydney time Thursday 31 May 2018 Fundhost Limited, Suite 1, Level 9, 70 Castlereagh Street, Sydney, NSW 2000
Voting entitlements to be determined	Who can vote - 5.00 p.m., Sydney local time, on Thursday 24 May 2018 Value of votes – 10.00 a.m., Sydney local time, on Wednesday 30 May 2018
Last time for lodgement of proxy and appointment of representative forms	(by mail, fax, email (a scanned copy) or hand delivery) any time before 10.00 a.m., Sydney local time, on Tuesday 29 May 2018 (in person at the meeting) 10.00 a.m., Sydney local time, on Thursday 31 May 2018

Part B The notice and general business

Official notice

Pursuant to section 252A of the *Corporations Act 2001* (Cth) (**Corporations Act**), Fundhost Limited (ABN 69 092 517 087, AFSL 233045) (**Fundhost**), as responsible entity of the following registered managed investment schemes:

- Big Data Big Fund (ARSN 607 700 167)
- Online Shopping Spree Fund (ARSN 607 699 098)
- Splurging Baby Boomers Fund (ARSN 607 698 411)

(each a **Fund** and together the **AtlasTrend funds**), gives notice that a meeting of each of the Fund's members will be held concurrently at the following time and place:

Place	Fundhost Limited, Suite 1, Level 9, 70 Castlereagh Street, Sydney 2000
Date	Thursday 31 May 2018
Time	10.00 a.m. Sydney local time

This notice of meetings is dated 8 May 2018 and has been prepared by Fundhost.

General business of the meetings

The meetings are called to consider and, if thought fit, to pass the following resolution in respect of each Fund as a special resolution:

Name of Fund	Resolution
<p>Big Data Big Fund (ARSN 607 700 167)</p>	<p><i>That:</i></p> <p><i>a) the constitution of the Big Data Big Fund (ARSN 607 700 167) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.</i></p>
<p>Online Shopping Spree Fund (ARSN 607 699 098)</p>	<p><i>That:</i></p> <p><i>a) the constitution of the Online Shopping Spree Fund (ARSN 607 699 098) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.</i></p>
<p>Splurging Baby Boomers Fund (ARSN 607 698 411)</p>	<p><i>That:</i></p> <p><i>a) the constitution of the Splurging Baby Boomers Fund (ARSN 607 698 411) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.</i></p>

We refer to each of the above as a **Resolution**.

The Supplemental Deed Poll referred to in each respective Resolution is attached to this document:

Attachment 1	Second supplemental deed poll to the constitution of the Big Data Big Fund (ARSN 607 700 167)
Attachment 2	Second supplemental deed poll to the constitution of the Online Shopping Spree Fund (ARSN 607 699 098)
Attachment 3	Second supplemental deed poll to the constitution of the Splurging Baby Boomers Fund (ARSN 607 698 411)

If the above Resolution is passed with respect to a Fund, Fundhost will execute the relevant Supplemental Deed Poll and lodge a copy with the Australian Securities and Investments Commission (**ASIC**). The amendment to the constitution of each Fund will take effect when the copy has been lodged with ASIC.

If the above Resolution fails to pass with respect to a Fund, then Fundhost will not execute the relevant Supplemental Deed Poll and no amendment will be made to the constitution of the relevant Fund.

What you should do ●●●

You should read this notice of meetings and accompanying explanatory memorandum carefully. The explanatory memorandum explains the reasons for the meetings and provides information that is relevant to your decision as a member of an AtlasTrend fund whether to vote “for” or “against” the Resolution.

If you are unable to attend the relevant meeting, please complete the proxy and appointment of representative form and return it to Fundhost at the address referred to in the form (by mail, email (a scanned copy), fax or hand delivery) any time before 10.00 a.m., local Sydney time, on Tuesday 29 May 2018 or (in person at the meeting) 10.00 a.m., local Sydney time, on Thursday 31 May 2018.

Otherwise you can attend the relevant meeting and cast your vote in person.

If you are in doubt about what to do, you should seek professional advice.

It is important that you have your say. We urge you to read the notice of meetings and accompanying explanatory memorandum and then cast your vote, by either completing and returning the enclosed proxy and appointment of representative form or by voting in person at the meeting. You should also read the separate “Message from the Investment Manager” prepared by AtlasTrend and accompanying this notice of meetings.

Chairperson ●●●

Fundhost will appoint Mr Drew Wilson to chair the meetings. Mr Wilson is a director and joint Chief Executive Officer of Fundhost and an experienced professional in the managed funds sector. If for any reason Mr Wilson is unable to act as chair or if for any other reason Fundhost decides appropriate, Fundhost will appoint another person similarly qualified.

Fundhost intends to act as scrutineer for the meetings. It will receive, tally and check the validity of all proxies received and votes cast in person at the meetings.

Voting

What voting thresholds apply?

The Resolution to amend the constitution of each Fund is a special resolution, meaning it can only be passed if it is supported by at least 75 percent of the votes cast by members entitled to vote on the resolution.

All members are encouraged to vote on the Resolution for each Fund.

Each Resolution will be decided on a poll, as required by section 253J(1) of the Corporations Act. On a poll, each member has one vote for each dollar value of their units in the Fund. So if you hold \$50,000 worth of units in the Fund, you have 50,000 votes.

Fundhost has determined that the persons who are entitled to vote at the meetings will be determined by reference to members recorded in each Fund's register at close of business (5.00 p.m. local Sydney time) effective Thursday 24 May 2018, and the value of their units as at 10.00 a.m., Sydney local time, on Wednesday 30 May 2018.

Fundhost will disregard any votes cast by a person who is not entitled to vote because they are not a member of the relevant Fund as at 5.00 p.m., Sydney local time on Thursday 24 May 2018 or because of section 253E of the Corporations Act. This section provides that Fundhost and its associates are not entitled to vote their interest on a Resolution at a meeting of the registered scheme's members if they have an interest in the Resolution other than as a member. However, associates of Fundhost may vote as a proxy for another member who is not excluded from voting if the proxy specifies the way they are to vote on the Resolution.

As at the date of this notice of meetings, Fundhost is not aware of any associates who may be members of the AtlasTrend funds and who may be precluded from voting.

Any challenge to a member's right to vote may only be made at the relevant meeting itself and the chairperson will determine that member's eligibility. The decision of the chairperson is final.

Voting by proxy

A member entitled to attend and vote at the meeting is entitled to appoint not more than two proxies (but if two proxies are appointed, the member must specify the proportion or number of units that each proxy is to vote on its behalf). Each proxy will have the right to vote on the Resolution and also to speak at the meeting. If you complete and return a proxy and appointment of representative form, you may still attend the meeting in person, revoke the proxy and vote at the meeting.

A proxy can be anyone a member chooses (they need not be a member of a Fund). The chair of the meetings can be the proxy. Details on how to complete the proxy and appointment of representative form are set out at the back of the form under the heading "Instructions for completion of proxy and appointment of representative form".

Please note that the proxy and appointment of representative form must be returned to Fundhost at the address referred to in the form on or any time before (by mail, email (a scanned copy), fax or hand delivery) 10.00 a.m., Sydney local time, on Tuesday 29 May 2018 or (in person at the meeting) 10.00 a.m., Sydney local time, on Thursday 31 May 2018.

If a proxy and appointment of representative form is returned but a member fails to nominate the identity of their proxy, the chair will automatically be the proxy and will vote on behalf of the member as directed in the form. If the proxy and appointment of representative form does not state how the votes ought to be cast, and the chair is the proxy, the chair will vote in favour of the Resolution. If a member returns their proxy and appointment of representative form and the nominated proxy does not attend the meeting, then the member's proxy will revert to the chair and the chair will vote in accordance with the member's direction or in favour of the Resolution if no direction is provided.

A member who has appointed a proxy may still be able to attend the meeting. The proxy's authority to speak and vote at the meeting is suspended whilst the member is present at the meeting.

Jointly held units

If units are jointly held, only one of the joint members is entitled to vote. If more than one member votes in respect of the units, only the vote of the person named first in the register will be counted.

Corporations voting

Members who are corporations and who have appointed a corporate representative or attorney to attend and vote at a meeting should ensure that their corporate representative or attorney arrives at the venue 30 minutes prior to the time designated for the meeting to allow for registration. A person attending as an attorney should bring the original power of attorney or a certified copy, unless you have already provided a certified copy of the power of attorney to Fundhost.

The appointment of any representative must comply with section 253B of the Corporations Act and be lodged with Fundhost at the address referred to in the proxy and appointment of representative form on or any time before **(by mail, email (a scanned copy), fax or hand delivery)** 10.00 a.m., Sydney local time, on Tuesday 29 May 2018 or **(in person at the meeting)** 10.00 a.m., Sydney local time, on Thursday 31 May 2018. A representative must be an individual (and not a body corporate).

Quorum

In accordance with clause 12.5 of each Fund's constitution, the quorum for the meeting is at least two members represented in person or by proxy who together hold at least 10% of the units.

A person who is excluded from voting on a Resolution (for example, because they are an associate of Fundhost) will still be counted towards the quorum, even though they cannot vote.

In accordance with clause 12.6 of each Fund's constitution, if no quorum is present within 15 minutes after the scheduled time for the relevant meeting, then the relevant meeting will be adjourned to such place and time as Fundhost decides.

Concurrent meetings ●●●

Rather than holding a separate meeting for each Fund, meetings for each Fund will be held concurrently. The meetings will cover the same subject matter (i.e. amending the fee provisions of each respective constitution in the same manner). Fundhost has sought legal advice as to the validity of this and is satisfied that, provided opportunities for separate deliberation are not compromised, holding concurrent meetings for the AtlasTrend funds avoids unnecessary repetition and overlay and complies with the Corporations Act and general law requirements.

The general proceedings for holding the concurrent meetings will be as follows:

- Assuming a quorum for each meeting is present, all three meetings will be declared open. The chair of the meetings will outline the purpose of the meetings including the proposed Resolution and what will occur if the Resolution is passed and what will occur if the Resolution is not passed. The chair will inform those present as to the number of proxies received voting for, against and abstaining from voting in relation to the Resolution.
- The members of each Fund will then be given the opportunity for separate deliberation. Two of the meetings will be adjourned and debate will proceed on the meeting relating to the Big Data Big Fund (ARSN 607 700 167) (the **first meeting**).
- Upon the completion of the debate for the first meeting, that meeting (that is, the first meeting) will be temporarily adjourned and the meeting relating to the Online Shopping Spree Fund (ARSN 607 699 098) (the **second meeting**) will then be opened for separate deliberation.
- Upon the completion of the debate for the second meeting, that meeting (that is, the second meeting) will be temporarily adjourned and the meeting relating to the Splurging Baby Boomers Fund (ARSN 607 698 411) will then be opened for separate deliberation.
- Once all three meetings have been given the opportunity for separate deliberation, a poll for each Fund will then be taken at the same time as each other poll. Fundhost will act as scrutineer throughout this process.
- The meetings will then be further adjourned while Fundhost tallies the results of the poll.
- Assuming a final tally can be determined at the meetings, the meetings will then re-open and the result of the Resolutions will be announced at the meetings.
- The meetings will then be closed.

The final outcome of the Resolutions will also be made available at www.fundhost.com.au.

Where to find out more ●●●

If members have any questions regarding the notice of meetings including how to fill in the proxy and appointment of representative form please call Fundhost on + 61 (0)2 8223 5400.

Part C Explanatory memorandum

Introduction ●●●

The purpose of this explanatory memorandum is to help you understand and assist you in deciding how to vote on the Resolution to be put forward at the meetings of members of the AtlasTrend funds.

Please read this entire document carefully. If you are unsure about what to do, you should seek professional advice.

Why has the meeting been called? ●●●

AtlasTrend Pty Ltd (ABN 83 605 565 491, Authorised Representative No 001233660) (**AtlasTrend**) is the investment manager of the AtlasTrend funds.

AtlasTrend has advised Fundhost that it wishes to change the fee structure for the AtlasTrend funds, so that:

- the withdrawal fee will cease to apply from 31 May 2018;
- members of the AtlasTrend funds will cease to pay a monthly subscription fee to AtlasTrend from 1 June 2018;
- with effect from 7 June 2018:
 - members of the AtlasTrend funds will be charged a management fee of 0.99% per annum (after GST and reduced input tax credits) of the net asset value of their units;
 - the management fee will be accrued daily and paid monthly in arrears from each Fund. This will be reflected in the unit prices for the Funds, we will not bill you separately for this fee; and
 - a new performance fee will apply, as described below

(collectively, the **Revised Fee Arrangements**).

The AtlasTrend membership agreement between each member and AtlasTrend authorises AtlasTrend to change its subscription fees. The current terms of the constitution of each Fund allow the management

fee to be introduced. However, the proposed changes to introduce the performance fee require amendments to be made to the constitution of each Fund (as explained below).

Under section 601GC of the Corporations Act, an amendment to the constitution of a registered managed investment scheme must be approved by a special resolution of members unless the responsible entity reasonably considers that the amendment will not adversely affect members' rights.

Currently, under the constitution of each Fund, there is a performance based withdrawal fee representing 15% of the net realised profits, which is calculated and payable to AtlasTrend if and when a member withdraws units from the relevant Fund (**Withdrawal Fee**). This Withdrawal Fee is deducted from the withdrawal amount payable to a member and paid to AtlasTrend.

AtlasTrend wishes to change the above performance fee arrangements for each Fund so that:

- a) the Withdrawal Fee will cease to apply after Thursday 31 May 2018;
- b) for all units that were on issue at close of business (5 p.m. Sydney local time) on Thursday 24 May 2018 and remain on issue at close of business on Thursday 31 May 2018 (5 p.m. Sydney local time):
 - i) a performance fee representing 15% of the net realised profits (the amount that would be charged as a Withdrawal Fee if all of the member's units were withdrawn on Thursday 24 May 2018), less \$50, will be calculated and become payable (**Historical Performance Fee**); and
 - ii) Fundhost will be authorised to redeem units held by each member which are equal in value to the Historical Performance Fee payable for that member's units and pay the Historical Performance Fee amounts to AtlasTrend.

Note: No Historical Performance Fee will be accrued for the period between close of business on Thursday 24 May 2018 and close of business on Thursday 31 May 2018, to allow Fundhost time to perform the necessary calculations and administration prior to the implementation of the Revised Fee Arrangements; and

- c) from 7 June 2018, a performance fee (**New Performance Fee**) will be payable. The New Performance Fee will be 15% of the outperformance against the MSCI World Net Total Return Index ex Australia (AUD) of units in the relevant Fund over the period beginning 7 June 2018 and ending 31 December 2018 and each subsequent six month period ending 30 June and 31 December (**Performance Calculation Period**).

No New Performance Fee will be payable unless the Fund's unit price at the end of the Performance Calculation Period has increased above the High Water Mark, which is the greater of the Fund's unit price at the commencement of the first Performance Calculation Period (the unit price from the close of business on 6 June 2018) and the Fund's unit price at the end of the last Performance Calculation Period for which a New Performance Fee was paid.

Further information please refer to the "Message from the Investment Manager" accompanying this notice of meetings, which includes examples of the effect of this and other changes to the fee structure for the Funds.

The specific amendments to be made to each Fund's Constitution if the Resolution passes are set out in the Supplemental Deed Poll for the Relevant Fund. These are provided to you at the below links:

[Second supplemental deed poll to the constitution of the Big Data Big Fund](#)

[Second supplemental deed poll to the constitution of the Online Shopping Spree Fund](#)

[Second supplemental deed poll to the constitution of the Splurging Baby Boomers Fund](#)

Will holding the meeting be a cost borne by members? ●●●

No. AtlasTrend will bear the cost of the meeting.

When will the constitution of each Fund be amended if the Resolution is passed? ●●●

Fundhost as responsible entity will sign a Supplemental Deed Poll to make the amendments to the constitution that members have approved. The amendments to the constitution will take effect when a copy of the amendments has been lodged with ASIC. It is expected that the Supplemental Deed Poll will be signed and lodged with ASIC after the meetings, so the amendments will take effect on or about 31 May 2018.

When will the Revised Fee Arrangements take effect if the Resolution is passed? ●●●

From 1 June 2018 there will be no performance based withdrawal fee and investors in the Funds will not be charged AtlasTrend membership fees.

The management fee and New Performance Fee will be payable from 7 June 2018 onwards.

How will my units be impacted if the Resolution is passed? ●●●

- For any units you hold in that Fund as at close of business (5 p.m. Sydney local time) on **Thursday 31 May 2018** and which were on issue as at close of business (5 p.m. Sydney local time) on Thursday 24 May 2018, you will be charged the Historical Performance Fee, calculated to Thursday 24 May 2018, and some of your units will be redeemed by Fundhost, with the proceeds paid to AtlasTrend to satisfy your Historical Performance Fee owing.
- From **7 June 2018**, the management fee and New Performance Fee will apply.

What will happen if the Resolution does not pass for a particular Fund? ●●●

If the Resolution does not pass for a Fund, its constitution will not be amended and the Revised Fee Arrangements will not be introduced for that Fund.

Will there be any other change to how each Fund operates? ●●●

No, AtlasTrend is not otherwise seeking to change any operational arrangements relating to the Funds. AtlasTrend will continue to be the investment manager and Fundhost will continue to be the responsible entity. If we make significant changes to the Funds we will advise you.

Can I withdraw my money? ●●●

Members can withdraw their money from each Fund in accordance with the constitution for the relevant Fund.

If you make a withdrawal request and your request is processed on or before Thursday 31 May 2018, you will be charged the Withdrawal Fee, as per the current arrangements.

Directors' recommendation ●●●

The Directors of Fundhost recommend that all members read the notice of meetings and accompanying explanatory memorandum in full and that you consider the Resolution carefully. You can cast your vote by either completing and returning the enclosed proxy and appointment of representative form or by voting in person at the meeting.

AtlasTrend, the investment manager for the Fund, recommends that you vote in favour of the resolution. Please refer to the separate "Message from the Investment Manager" document prepared by AtlasTrend and accompanying this notice of meetings.

Proxy and appointment of representative form

Big Data Big Fund (ARSN 607 700 167)
Online Shopping Spree Fund (ARSN 607 699 098)
Splurging Baby Boomers Fund (ARSN 607 698 411)

All correspondence to be sent to:

Fundhost
PO Box N561
Grosvenor Place
Sydney NSW 1220
Email: admin@fundhost.com.au
Fax: + 61 (0)2 9232 8600

Section 1: Name and address of member

Full name	
Address	
Investor number(s)	

Section 2: Appointment of proxy

I, being a member of one or more of the AtlasTrend funds noted in Section 4 below and entitled to attend and vote at the meetings, appoint (please mark):

Name	
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OR

Chairperson	<input type="checkbox"/>
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or failing the person named, or if no person is named, the chairperson of the meetings, as my proxy to attend, to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit), and to act generally on my behalf, at the meetings of AtlasTrend funds to be held at:

Place	Fundhost Limited, Suite 1, Level 9, 70 Castlereagh Street, Sydney, NSW 2000
Date	Thursday 31 May 2018
Time	10.00 a.m.

Section 3: Appointment of corporate representative (where applicable)

Being a member of the one or more of the AtlasTrend funds noted in Section 4 below who is a body corporate and noted in Section 1 above, the body corporate appoints:

Name (must be an individual)	
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or failing the person named, or if no person is named, the chairperson of the meetings, as my representative to attend, to vote in accordance with the following directions (or if no directions have been given, as the representative sees fit), and to act generally on my behalf, at the meetings of the AtlasTrend funds to be held at:

Place	Fundhost Limited, Suite 1, Level 9, 70 Castlereagh Street, Sydney, NSW 2000
Date	Thursday 31 May 2018
Time	10.00 a.m.

Section 4: Voting instructions

I am a member of the following AtlasTrend funds (please mark):

Big Data Big Fund (ARSN 607 700 167)	<input type="checkbox"/>
Online Shopping Spree Fund (ARSN 607 699 098)	<input type="checkbox"/>
Splurging Baby Boomers Fund (ARSN 607 698 411)	<input type="checkbox"/>

Voting directions to proxy or representative – please mark <input checked="" type="checkbox"/> to indicate your directions.*	For	Against	Abstain**	% to be voted if less than 100%***
<p>Big Data Big Fund (ARSN 607 700 167)</p> <p>Special Resolution – “That:</p> <p><i>a) the constitution of the Big Data Big Fund (ARSN 607 700 167) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.”</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	____%
<p>Online Shopping Spree Fund (ARSN 607 699 098)</p> <p>Special Resolution – “That:</p> <p><i>a) the constitution of the Online Shopping Spree Fund (ARSN 607 699 098) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.”</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	____%

Voting directions to proxy or representative – please mark <input checked="" type="checkbox"/> to indicate your directions.*	For	Against	Abstain**	% to be voted if less than 100%***
<p>Splurging Baby Boomers Fund (ARSN 607 698 411)</p> <p>Special Resolution – “That:</p> <p><i>a) the constitution of the Splurging Baby Boomers Fund (ARSN 607 698 411) (Fund) be amended as set out in Schedule 1 to the Supplemental Deed Poll provided to members with the Notice of Meeting dated 8 May 2018 (Amendment); and</i></p> <p><i>b) Fundhost Limited as responsible entity of the Fund be authorised to do all things necessary to give effect to this special resolution including, without limitation, to execute and lodge with the Australia Securities and Investments Commission the Supplemental Deed Poll in relation to the Amendment referred to in paragraph a) of this resolution.”</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	____%

* If you hold interests in two or more AtlasTrend funds and you wish to vote differently for each Fund, you will need to complete two (or more) proxy forms. Please contact Fundhost for additional proxy forms if required.

** If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

*** If you leave this section blank, 100% of your votes will be cast.

If you leave any of the boxes blank you acknowledge that the chairperson may exercise your proxy even if he or she has an interest in the outcome of the Resolution, and that votes cast by him or her, other than as proxy holder, would be disregarded because of that interest. The chairperson intends to vote all undirected proxies in favour of the Resolution.

Section 5: Signing by member

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Member 1

Sole Director and Sole Secretary

Member 2 (if joint holding)

Director/Company Secretary
(delete one)

Member 3 (if joint holding)

Director

Please provide the information below in case we need to contact you.

Contact name

Contact day time telephone

_____/_____/_____

Date

Instructions for completion of proxy and appointment of representative form

Section 1: Name and address of member

- 1 Insert your name and address. If it is a joint holding, insert details of all holders.

Sections 2 & 3: Appointment of proxy or representative

- 2 If you wish to appoint the chairperson of the meetings as your proxy, mark the box in section 2. If the person you wish to appoint as your proxy is someone other than the chairperson of the meetings, write the full name of that person in the space provided. A proxy must be an individual. If you leave section 2 blank or your named proxy does not attend the meetings, the chairperson of the meeting will be your proxy. A proxy need not be a member of the Fund.
- 3 If you are a member and a body corporate and you wish to attend the meetings, you must appoint an individual as your representative to attend on your behalf in section 3. A representative need not be a member of the relevant Fund. If you leave section 3 blank or your named representative does not attend the meetings, the chairperson of the meeting will be your representative.
- 4 If you are entitled to cast two or more votes at the meetings, you are entitled to appoint two persons as proxies or representatives to attend the meetings and vote on a poll. If you wish to appoint a second proxy or representative, an additional proxy and appointment of representative form may be obtained by telephoning Fundhost. Alternatively you may copy this form.
- 5 To appoint a second proxy or representative:
 - (a) on each of the first proxy and appointment of representative form and second proxy and appointment of representative form state the percentage of your voting rights or number of units in the relevant Fund applicable to that form (if the appointments do not specify the percentage or number of votes that each proxy or representative may exercise, each proxy or representative may exercise one half of your votes, and fractions of votes will be disregarded); and
 - (b) return both forms in the same envelope, fax or email.

Section 4: Voting instructions

- 6 You may direct your proxy or representative how to vote on an item of business by placing a mark in one of the three boxes opposite that item of business. All of your units will be voted in accordance with your direction unless you indicate a proportion of voting rights on any item by inserting the percentage or number of units you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy or representative may decide whether or how to vote on that item. If you mark more than one box on an item, your vote on that item will be invalid. If you appoint the chairperson as your proxy or representative but do not direct them how to vote, the chairperson intends to vote in favour of the Resolution.

Section 5: Signing by member

7 You must sign this proxy and appointment of representative form as follows in the spaces provided:

Individual	Where the holding is in one name, the member must sign.
Joint holding	Where the holding is in more than one name, all of the members must sign.
Power of Attorney	To sign under power of attorney, the power of attorney must: <ul style="list-style-type: none">(a) have already been lodged with Fundhost for notation on the relevant Fund's unit register; or(b) provide the original or a certified copy of any power of attorney with the proxy voting form.
Companies	In the cases set out below, the following person must sign: <ul style="list-style-type: none">(a) Australian proprietary company with a sole director who is also the sole company secretary - that person must sign;(b) Australian proprietary company with a sole director and no company secretary - that person must sign;(c) other Australian companies - two directors, or one director and one company secretary must sign; and(d) foreign company - in accordance with the laws of the jurisdiction of incorporation and constituent documents.

Lodging of proxy and appointment of representative form

- 8 This proxy and appointment of representative form (and the original or a certified copy of any power of attorney under which it is signed if not already lodged with Fundhost) must be received by Fundhost not later than on the time and date set out below, by mail, email (a scanned copy), hand delivery, facsimile or in person at the meeting.

<p>Last time for lodgement of proxy and appointment of representative forms*</p> <p>By mail</p>	<p>(by mail, email (a scanned copy), fax or hand delivery) any time before 10.00 a.m., Sydney local time, on Tuesday 29 May 2018</p> <p>(in person at the meeting) 10.00 a.m., Sydney local time, on Thursday 31 May 2018</p> <p>Fundhost PO Box N561 Grosvenor Place Sydney NSW 1220</p>
<p>By delivery</p>	<p>Fundhost Suite 1 Level 9 70 Castlereagh Street Sydney NSW 2000</p>
<p>By facsimile</p>	<p>Fundhost + 61 (0)2 9232 8600</p>
<p>By email (a scanned copy)</p>	<p>admin@fundhost.com.au</p>

* Any proxy and appointment of representative form received after this time will be invalid.